

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	
GLOBAL HOME PRODUCTS, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 06-10340 (KG)
	)	(Jointly Administered)
Debtors.	)	
	)	Chapter 11
	)	

**STATEMENT OF ISSUES AND DESIGNATION OF RECORD**  
**BY APPELLANT REGAL WARE, INC.**

Regal Ware, Inc., appellant, hereby states the following as the issues on appeal and its designation of the record with respect to its appeal pursuant to 28 U.S.C. § 158(a) from the final judgment of the Bankruptcy Court entered in the above captioned bankruptcy case on August 14, 2006 [Docket No. 664], approving the *Motion of Debtors for the Entry of an Order (I) Approving Sale by the Wearever Debtors of Substantially all of Wearever Debtors' Assets Free and Clear of all Liens, Claims, Enbumbrances and Other Interests, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief* (the “Sale Motion”) and denying Regal Ware’s Objection to the Sale Motion [Docket No. 618]:

**II. ISSUES ON APPEAL**

1. Whether the Bankruptcy Court erred as a matter of law in determining that Regal Ware’s exclusive trademark license is freely assignable, notwithstanding that Regal Ware retained full ownership of the marks, and notwithstanding the restrictions on assignment contained in Regal Ware’s license agreement?

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<sup>1</sup> The Debtors are the following entities: Global Home Products LLC; GHP Holding Company LLC; GHP Operating Company LLC; Anchor Hocking Acquisition Inc.; Anchor Hocking Inc.; AH Acquisition Puerto Rico, Inc.; Anchor Hocking Consumer Glass Corporation; Anchor Hocking CG Operating Company LLC; Anchor Hocking Operating Company LLC; Burnes Acquisition Inc.; Intercraft Company; Burnes Puerto Rico, Inc.; Picture LLC; Burnes Operating Company LLC; Mirro Acquisition Inc.; Mirro Puerto Rico, Inc.; Mirro Operating Company LLC.

2. To the extent that the Bankruptcy Court made any finding of fact -- which Regal disputes took place -- relating to the reasonableness of Regal's withholding of consent to assignment, whether such a finding by the Bankruptcy Court constitutes reversible error, since, among other things, no information was given to Regal with respect to the proposed assignee other than public financials?

### III. DESIGNATION OF THE RECORD

DATE	DOCKET NO.	ITEM
7/7/2006	511	Motion to Approve <i>Motion of the Debtors for an Order (I) (A) Approving Sale Procedures and Overbid Protections in Connection with Sale of Substantially All of the Operating Assets Owned by the WearEver Debtors; (B) Scheduling an Auction and Hearing to Consider Approval of the Sale; (C) Approving Notice of Respective Dates, Times and Places for Auction and for Hearing on Approval of (i) Sale and (ii) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; (D) Approving Forms of Notice; (II) Approving Inventory Advance Provisions and Granting Security Interests and Superpriority Claim; and (III) Granting Related Relief (Requested Objection Deadline: 7/11/06 at 12:00 p.m.) (Requested Hearing Date: 7/12/06 at 4:00 p.m. at U.S. District Court, 844 King Street, Courtroom 2B, Wilmington, DE 19801)</i> Filed by Global Home Products LLC. (Attachments: # 1 Notice # 2 Exhibit A# 3 Exhibit B# 4 Exhibit C# 5 Exhibit D# 6 Proposed Form of Order) (Jones, Laura Davis) (Entered: 07/07/2006)
7/7/2006	512	Motion to Shorten Time <i>Motion to Fix Hearing Date on and Shorten Time to Object or Respond to Motion of the Debtors (I) (A) Approving Sale Procedures and Overbid Protections in Connection with Sale of Substantially All of the Operating Assets Owned by the WearEver Debtors; (B) Scheduling an Auction and Hearing to Consider Approval of the Sale; (C) Approving Notice of Respective Dates, Times and Places for Auction and for Hearing on Approval of (i) Sale and (ii) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; (D) Approving Forms of Notice; and (II) Approving Inventory Advance Provisions and Granting Security Interests and Superpriority Claim; and (III) Granting Related Relief (Requested Objection Deadline for Procedures Motion: 7/11/06 at 12:00 p.m.) (Requested Hearing Date for Procedures Motion: 7/12/06 at 4:00 p.m. at U.S. District Court, 844 King Street, Courtroom 2B, Wilmington, DE 19801)</i> (related document(s)511 ) Filed by Global Home Products LLC. (Attachments: # 1 Proposed Form of Order) (Jones, Laura Davis) (Entered: 07/07/2006)

7/10/2006	515	Order Fixing Hearing And Shortening Notice On The Debtors' Motion To Fix Hearing Date On And Shorten Time To Object Or Respond To Motion Of The Debtors For An Order (I)(A) Approving Sale Procedures And Overbid Protections In Connection With Sale Of Substantially All Of The Operating Assets Owned By The Wearever Debtors; (B) Scheduling An Auction And Hearing To Consider Approval Of The Sale; (C) Approving Notice Of Respective Dates, Times And Places For Auction And For Hearing On Approval Of (i) Sale And (ii) Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases; (D) Approving Forms Of Notice; (II) Approving Inventory Advance Provisions And Granting Security Interests And Superpriority Claim; And (III) Granting Related Relief. (Related Doc # 512) Signed on 7/10/2006. (BMT, ) (Entered: 07/10/2006)
7/14/2006	547	Order (I)(A) Approving Sale Procedures and Overbid Protections in Connection with Sale of Substantially All of the Operating Assets Owned By the Wearever Debtors; (B) Scheduling an Auction and Hearing to Consider Approval of the Sale; (C) Approving Notice of Respective Dates, Times and Places for Auction and for Hearing on Approval of (i) Sale and (ii) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; (D) Approving Forms of Notice; (II) Approving Inventory Advance Provisions and Granting Security Interests and Superpriority Claim; and (III) Granting Related Relief. (Related Doc # 511, 525) Order Signed on 7/14/2006. (LCN, ) (Entered: 07/14/2006)
7/14/2006	548	Amended Agreement/ <i>Notice of Filing of First Amendment to Agreement with Lifetime Brands, Inc.</i> (related document(s)525, 511 ) Filed by Global Home Products LLC. (Attachments: # 1 Exhibit 1) (Grohsgal, Bruce) (Entered: 07/14/2006)
7/14/2006	549	<i>Motion to Approve SaleMotion of the Debtors for an Order: (I) Approving Sale by the WearEver Debtors of Substantially All of the WearEver Debtors' Operating Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(b), (f) and (m) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief</i> Filed by Global Home Products LLC Hearing scheduled for 8/8/2006 at 10:00 AM at US District Court, 844 King St., Courtroom #2B, Wilmington, Delaware. Objections due by 8/1/2006.. (Attachments: # 1 Notice # 2 Exhibit A# 3 Proposed Form of Order) (Jones, Laura Davis) (Entered: 07/14/2006)
7/14/2006	550	Notice of Sale Procedures, Auction Date, and Sale Hearing Filed by Global Home Products LLC. (Attachments: # 1 Affidavit of Service) (Jones, Laura Davis) (Entered: 07/14/2006)
7/18/2006	556	Notice of Sale Hearing and Auction Filed by Global Home Products LLC. (Attachments: # 1 Affidavit of Service) (Jones, Laura Davis) (Entered: 07/18/2006)

7/26/2006	590	Exhibit <i>Notice of Filing of Corrected Schedule of Executory Contracts and Unexpired Leases that May be Assumed or Assigned Under the Agreement or any Competing Agreement</i> (related document(s)584, 547 ) Filed by GHP Holding Company LLC. (Attachments: # 1 Exhibit A# 2 Affidavit of Service and Service List) (Selzer, Sandra) (Entered: 07/26/2006)
8/3/2006	618	Objection to -- <i>OBJECTION OF REGAL WARE, INC. TO MOTION OF THE DEBTORS FOR AN ORDER (I) APPROVING SALE BY THE WEAREVER DEBTORS OF SUBSTANTIALLY ALL OF THE WEAREVER DEBTORS OPERATING ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES AND OTHER INTERESTS PURSUANT TO SECTIONS 363(B), (F) AND (M) OF THE BANKRUPTCY CODE, (II) ASSUMING AND ASSIGNING CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES, AND (III) GRANTING RELATED RELIEF</i> (related document(s)584, 547, 590, 511, 549 ) Filed by Regal Ware, Inc. (Attachments: # 1 Exhibit A# 2 Exhibit B# 3 Exhibit C Part 1 of 2.pdf# 4 Exhibit C Part 2 of 2.pdf# 5 Certificate of Service) (Kortanek, Steven) (Entered: 08/03/2006)
8/3/2006	624	<i>Motion to Compel Debtors' Emergency Motion to Expedite Discovery Relating to the Objection of Regal Ware, Inc., to Motion of the Debtors for Order (I) Approving Sale by the Various WearEver Debtors of Substantially all of the WearEver Debtors Operating Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(B), (F) and (M) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief</i> Filed by Global Home Products LLC Hearing scheduled for 8/7/2006 at 10:00 AM at US District Court, 844 King St., Courtroom #2B, Wilmington, Delaware. Objections due by 8/4/2006.. (Attachments: # 1 Proposed Form of Order # 2 Certificate of Service and Service List) (Grohsgal, Bruce) (Entered: 08/03/2006)
8/3/2006	625	<i>Motion to Shorten Time Motion for Order Fixing Hearing and Shortening Notice on Debtors' Emergency Motion to Expedite Discovery Relating to the Objection of Regal Ware, Inc., to Motion of the Debtors for Order (I) Approving Sale by the Various WearEver Debtors of Substantially all of the WearEver Debtors Operating Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(B), (F) and (M) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief</i> (related document(s)624 ) Filed by Global Home Products LLC Hearing scheduled for 8/7/2006 at 10:00 AM at US District Court, 844 King St., Courtroom #2B, Wilmington, Delaware. Objections due by 8/4/2006.. (Attachments: # 1 Proposed Form of Order # 2 Certificate of Service and Service List) (Grohsgal, Bruce) (Entered: 08/03/2006)

8/7/2006	629	Motion to Continue Hearing On Sale, Assumption and Assignment -- Motion of Regal Ware, Inc. to Adjourn Hearing on Assumption and Assignment of Regal Ware, Inc.'s Trademark Sublicense Agreement, and Objection of Regal Ware, Inc. to (i) Debtors' Emergency Motion to Expedite Discovery and (ii) Debtors' Motion to Shorten Time [Related Docket Nos. 624, 625], Filed by Regal Ware, Inc. Hearing scheduled for 8/7/2006 at 10:00 AM at US District Court, 844 King St., Courtroom #2B, Wilmington, Delaware. Objections due by 8/7/2006.. (Attachments: # 1 Exhibit) (Kortanek, Steven) (Entered: 08/07/2006)
8/7/2006	630	Order Fixing Hearing and Shortening Notice on Debtors' Emergency Motion to Expedite Discovery Relating to the Objection of Regal Ware, Inc., to Motion of the Debtors for Order (I) Approving Sale By the Various Wearever Debtors of Substantially All of the Wearever Debtors Operating Assets Free and Clear of All Liens, Claims, Encumbrances an Other Interests and (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief. (Related Doc # 625) Order Signed on 8/4/2006. (TK, ) (Entered: 08/07/2006)
8/7/2006	631	<i>Reply to Objection of Regal Ware, Inc., to Motion Of The Debtors for Order (I) Approving Sale by the Various Wearever Debtors of Substantially all of the Wearever Debtors Operating Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(b), (f) and (m) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief</i> (related document(s)618, 549 ) Filed by Global Home Products LLC (Attachments: # 1 Exhibit A# 2 Exhibit B# 3 Exhibit C, Part I# 4 Exhibit C, Part II) (Jones, Laura Davis) (Entered: 08/07/2006)
8/7/2006	633	<i>Joinder of Wachovia Bank, National Association to Debtors' Reply to Objection of Regal Ware, Inc. to Motion of the Debtors for Order (I) Approving Sale by Various Wearver Debtors of Substantially All of the Wearever Debtors Operating Assets Free and Clear of All Liens, Claims Encumbrances and Other Interests Pursuant to 363(B),(F) and (M) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases; and (III) Granting Related Relief</i> (related document(s)618, 631, 549 ) Filed by Wachovia Bank, National Association. (Attachments: # 1 Certificate of Service) (Huston Jr., Joseph) (Entered: 08/07/2006)
8/7/2006	639	<i>Brief Supplemental Memorandum Of Regal Ware, Inc. In Support Of Objection To Assignment Of Trademark Sublicensing Agreement</i> (related document(s)618, 631 ) Filed by Regal Ware, Inc.. (Scoliard, Jennifer) (Entered: 08/07/2006)

8/7/2006	641	Brief <i>Amended Supplemental Memorandum Of Regal Ware, Inc. In Support Of Objection To Assignment Of Trademark Sublicensing Agreement</i> (related document(s)639 ) Filed by Regal Ware, Inc.. (Attachments: # 1 Certificate of Service) (Scoliard, Jennifer) (Entered: 08/07/2006)
8/11/2006	654	Certification of Counsel <i>Regarding Revised Proposed WearEver Sale Order</i> (related document(s)549 ) Filed by Global Home Products LLC. (Attachments: # 1 Proposed Form of Order (Clean)# 2 Proposed Form of Order (Blackline)) (Grohsgal, Bruce) (Entered: 08/11/2006)
8/11/2006	655	Amended Certification of Counsel <i>Regarding Revised Proposed WearEver Sale Order</i> (related document(s)654, 549 ) Filed by Global Home Products LLC. (Attachments: # 1 Proposed Form of Order (Clean)# 2 Proposed Form of Order (Blackline)) (Grohsgal, Bruce) (Entered: 08/11/2006)
8/11/2006	656	Objection to <i>the Debtors proposed form of order attached to the Certification of Counsel</i> (related document(s)654 ) Filed by Regal Ware, Inc. (Attachments: # 1 Exhibit A# 2 Exhibit B) (Kortanek, Steven) (Entered: 08/11/2006)
8/12/2006	660	Emergency Motion To Stay Pending Appeal <i>Of Order Approving Motion Of The Debtors For An Order (i) Approving Sale By The WearEver Debtors Of Substantially All Of The WearEver Debtors' Operating Assets Free And Clear Of All Liens, Claims, Encumbrances And Other Interests Pursuant To Sections 363(B), (F) And (M) Of The Bankruptcy Code, (ii) Assuming And Assigning Certain Executory Contracts And Unexpired Leases, And (iii) Granting Related Relief</i> , Filed by Regal Ware, Inc. Hearing scheduled for 8/14/2006 at 04:00 PM at US District Court, 844 King St., Courtroom #2B, Wilmington, Delaware. Objections due by 8/14/2006.. (Kortanek, Steven) (Entered: 08/12/2006)
8/14/2006	663	Objection to Emergency Motion of Regal Ware, Inc. for a Stay Pending Appeal of the Order Granting Motion of the Debtors for an Order: (i) Approving Sale By the WearEver Debtors of Substantially All of the WearEver Debtors' Operating Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(b), (b) and (m) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief (related document(s)660 ) Filed by Global Home Products LLC (Jones, Laura Davis) (Entered: 08/14/2006)

8/14/2006	664	Order Approving Motion of Debtors for the Entry of an Order (I) Approving Sale by the Wearever Debtors of Substantially all of Wearever Debtors' Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief. (related document(s)633, 641, 604, 618, 631, 549 ) Order Signed on 8/11/2006. (Attachments: # 1 Exhibit A) (LCN, ) (Entered: 08/14/2006)
8/14/2006	665	Transcript of Hearing held on August 8, 2006 before the Honorable Kevin Gross (related document(s) [637,]) (SS, ) (Entered: 08/14/2006)
8/14/2006	666	Objection to OBJECTION OF PURCHASERS TO EMERGENCY MOTION OF REGAL WARE, INC. FOR STAY PENDING APPEAL OF ORDER APPROVING MOTION OF THE DEBTORS FOR AN ORDER (I) APPROVING SALE BY THE WEAREVER DEBTORS OF SUBSTANTIALLY ALL OF THE WEAREVER DEBTORS OPERATING ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES AND OTHER INTERESTS PURSUANT TO SECTIONS 363(b), (f) AND (m) OF THE BANKRUPTCY CODE, (II) ASSUMING AND ASSIGNING CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES, AND (III) GRANTING RELATED RELIEF (related document(s)660 ) Filed by SEB S.A. and Groupe SEB USA (Ward, Matthew) (Entered: 08/14/2006)
8/14/2006	668	Objection to // Memorandum of Wachovia Bank, National Association in Opposition to, and Joinder of Wachovia Bank in the Debtors' Objection to, the Emergency Motion of Regal Ware, Inc. for Stay Pending Appeal of Order Approving Motion of the Debtors for an Order (I) Approving Sale by the Wearever Debtors of Substantially all of the Wearever Debtors Operating Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(b),(f) and (m) of the Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases; and (III) Granting Related Relief Filed by Wachovia Bank, National Association (Attachments: # 1 Certificate of Service) (Huston Jr., Joseph) (Entered: 08/14/2006)
8/14/2006	670	<i>Joinder of the Official Committee of Unsecured Creditors to Objection of ther Debtors to Emergency Motion of Regal Ware Inc. for a Stay Pending Appeal of the Order Granting Motion of the Debtors for an Order: (I) Approving Sale by the Wearever Debtors of Substantially All of the Wearever Debtors' Operating Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests Pursuant to Sections 363(b), (f) and (m) of ther Bankruptcy Code, (II) Assuming and Assigning Certain Executory Contracts and Unexpired Leases; and (III) Granting Related Relief</i> (related document(s)663, 660 ) Filed by Official Committee Of Unsecured Creditors. (Fournier, David) (Entered: 08/14/2006)

8/14/2006	673	Notice of Appeal . Fee Amount \$255. (related document(s)664 ) Filed by Regal Ware, Inc.. Appellant Designation due by 8/24/2006. (Scoliard, Jennifer) (Entered: 08/14/2006)
8/15/2006	676	Order Denying Emergency Motion To Stay Pending Appeal (Related Doc # 660) Order Signed on 8/14/2006. (JRH, ) (Entered: 08/15/2006)
8/23/2006	713	Transcript Of Hearing Before The Honorable Kevin Gross, Held on August 14, 2006. (related document(s)675, 669 ) (JWS, ) (Entered: 08/23/2006)

Date: September 6, 2006

Respectfully submitted,

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